

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

COMMERCIAL STREET EXPRESS LLC,
NICOLE VANDER MUELEN, SHASTA
BURZYNSKI, and KATHLEEN COULLARD,

Plaintiffs,

v.

SARA LEE CORPORATION, COLGATE-
PALMOLIVE COMPANY, HENKEL CHEMIE
VERWALTUNGSGESELLSCHAFT MBH,
HENKEL CORP., UNILEVER N.V., UNILEVER
PLC, and UNILEVER UNITED STATES INC.,

Defendants.

Case No. 08 C 1179

Honorable Virginia M. Kendall

DECLARATION OF STEPHEN WILLIAMS

I, STEPHEN WILLIAMS, declare the following:

1. I am the General Counsel and Chief Legal Officer of defendant Unilever NV (“NV”). I have been employed at NV since 1986, and I have held my current position since 1993. I am responsible for advising the Board of Directors and executive management teams of NV on legal issues and for legal services worldwide. In this capacity, I have become familiar with the activities of NV and its subsidiaries and affiliates throughout the world. I serve concurrently as General Counsel and Chief Legal Officer of defendant Unilever PLC (“PLC”) and have my offices at PLC’s London headquarters.

2. I make this Declaration in support of NV’s motion to dismiss this case.

3. I have reviewed the Complaint filed by Commercial Street Express LLC, Nicole Vander Muelen, Shasta Burzynski and Kathleen Coullard in this matter. The Complaint was served on NV’s offices on May 19, 2008.

4. NV is a Rotterdam-based holding company organized under the laws of the Netherlands.

5. NV and PLC, the latter a holding company organized under the laws of England and Wales, together own, directly or indirectly, investments in various affiliated companies that manufacture and sell food, and home and personal care products.

6. NV does not distribute any product itself and operates solely as a holding company.

7. NV derives all of its income, except for interest income on cash flow balances or short-term investments, from dividends, service fees or royalties.

8. No NV directors' meeting has taken place in the United States during my service with NV.

9. NV does not own, rent, use or possess any real property anywhere in the United States.

10. NV does not have an office, place of business, postal address or telephone listing anywhere in the United States.

11. NV is not licensed and has not applied for a license to do business anywhere in the United States.

12. NV does not have and is not required to have a designated agent for service of process anywhere in the United States.

13. NV does not advertise, sell, or contract to supply any good or service anywhere in the United States.

14. NV does not have any employee based anywhere in the United States.

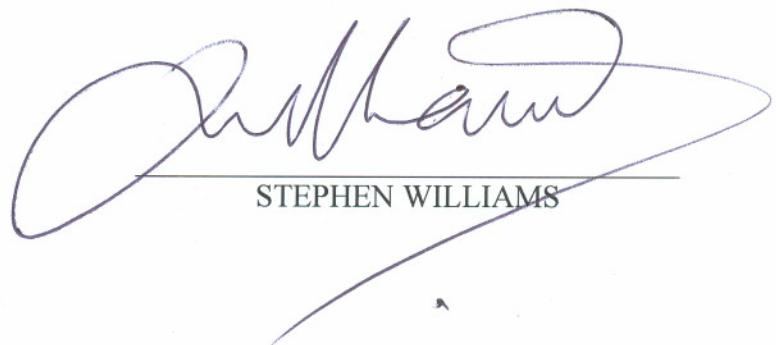
15. NV does not maintain a bank account in the United States.

16. NV has a majority ownership interest in Unilever United States, Inc. ("Unilever US"), a Delaware corporation. The principal place of business of Unilever US is New Jersey. Unilever US is a wholly-owned subsidiary of NV and PLC.

17. Unilever US is a distinct and independently managed corporation that generates income, keeps financial records and books, pays taxes and maintains bank accounts separately from NV. Unilever US's Board of Directors is separate and autonomous. NV does not involve itself in the management of, nor subsidize, Unilever US's day-to-day operations.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on May 29th, 2008



STEPHEN WILLIAMS

CERTIFICATE OF SERVICE

I, Britt M. Miller, an attorney, hereby certify that on May 30, 2008, I caused a true and correct copy of the foregoing **DECLARATION OF STEPHEN WILLIAMS**, to be filed and served electronically via the court's CM/ECF system. Notice of this filing will be sent by e-mail to all parties by operation of the court's electronic filing system or by mail to anyone unable to accept electronic filing as indicated on the Notice of Electronic Filing. Parties may access this filing through the court's CM/ECF System.

/s/ Britt M. Miller

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